Office of Chief Counsel Internal Revenue Service

memorandum

CC:NER:CTR:HAR:TL-N-5009-99

JFLong

date: August 12, 1999

to: Chief, Examination Division, Connecticut-Rhode Island District Attn: Group Manager Ronald Hathway, Examination Group 1104

from: District Counsel, Connecticut-Rhode Island District, E. Hartford

subject:

DISCLOSURE STATEMENT

This advice constitutes return information subject to I.R.C. § 6103. This advice contains confidential information subject to attorney-client and deliberative process privileges and if prepared in contemplation of litigation, subject to the attorney work product privilege. Accordingly, the Examination or Appeals recipient of this document may provide it only to those persons whose official tax administration duties with respect to this case require such disclosure. In no event may this document be provided to Examination, Appeals, or other persons beyond those specifically indicated in this statement. This advice may not be disclosed to taxpayers or their representatives.

ISSUE:

Whether an officer of can execute a consent to extend the time to assess tax (Form 872) on behalf of for the taxable years ended and . UIL:6501.08-09.

CONCLUSION:

It is our opinion that

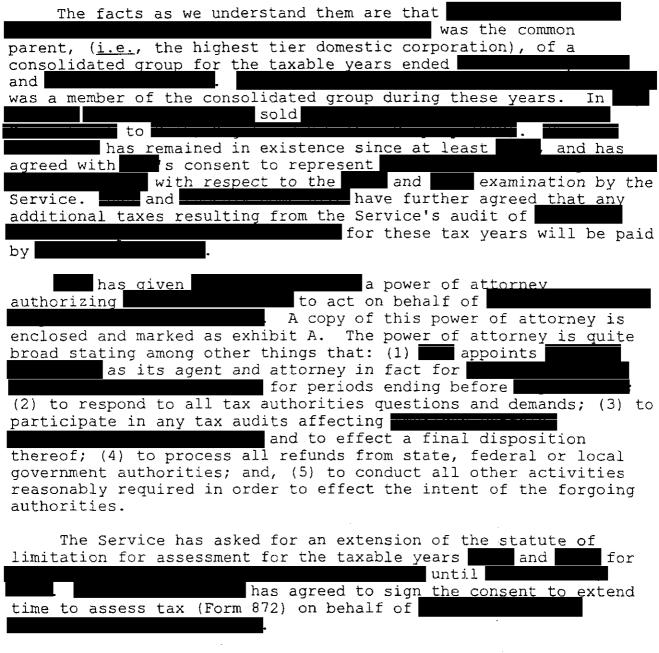
can execute a consent to extend the time to assess tax

(Form 872) on behalf of

for the taxable years ended

and

FACTS:



DISCUSSION:

I.R.C. § 6061 provides that any return, statement or other document made under any internal revenue law must be signed in accordance with the applicable forms or regulations. The regulations under section 6501(c)(4) do not specify who may sign consents. Accordingly, the Service applies the rules applicable to

the consent.

the execution of the original returns to the execution of consents to extend the time to make an assessment. Rev. Rul. 83-41, 1983-1 C.B. 399, <u>clarified and amplified</u>, Rev. Rul. 84-165, 1984-2 C.B. 305.

As a general rule, the common parent, with certain exceptions not applicable here, $\frac{1}{2}$ is the sole agent for each member of the group, duly authorized to act in its own name in all matters relating to the tax liability for the consolidated return year. Treas. Reg. § 1.1502-77(a). The common parent in its name will give waivers and any waiver so given shall be considered as having also been given or executed by each subsidiary in the consolidated group. Treas. Reg. § 1.1502-77(a). The common parent and each subsidiary which was a member of the consolidated group during any part of the consolidated return year is severally liable for the tax for such year. Treas. Reg. \$ 1.1502-6(a). It follows that, even absent the specific power of attorney, the proper party to execute a consent on behalf of . In this case the specific power of as the agent and attorney attorney, that appoints in fact for additional authority to support the conclusion that , acting through its officers, can sign the consent (Form 872) on behalf of for the taxable years and We suggest that the consent (Form 872) be signed by an authorized officer of on both the corporate officer line as common parent with respect to the consolidated liabilities, (i.e, as Vice President of with respect to the consolidated tax liabilities), and the representative line, (i.e., as Vice President of pursuant to the attached power of attorney), to make it clear there are two separate grounds authorizing the execution of

If you have any questions, or need any further information, please contact the attorney assigned to this case, Joseph F. Long, at (860) 290-4090. This opinion is based upon the facts set forth herein. Should you determine that the facts are different you should not rely upon this opinion without conferring with this

^{1/} For example, the general rule of Treas. Reg. § 1.1502-77(a) that the common parent is the sole agent for the group does not apply when the common parent goes out of existence.

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office, as our opinion might change. Further, this opinion is subject to post-review in the National Office. That review might result in modifications to the conclusions herein. Should the National Office suggest any material change in the advice, we will inform you as soon as we hear from that office.

BRADFORD A. JOHNSON Assistant District Counsel

By:

JOSEPH F. LONG Attorney